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STATE MS. - DESOTO CO.

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INDEXING INSTRUCTIONS:

1/4 of 1/4 of Section 36,
Township 1S June 14, 2004 Range 8W,
County DeSoto, Mississippi
Lot 7, South Lake Commercial SID

PREPARED BY: MARTIN W. CHMURA, ESQ.
AFTER RECORDING RETURN TO:
CATHERINE A. JAMA
McDONALD'S CORPORATION
ONE McDONALD'S PLAZA
OAK BROOK, IL 60523
Phone: (630) 623-3000
ATTN: US LEGAL DEPARTMENT
SOUTHAVEN, MISSISSIPPI
65 GOODMAN RD
L/C: 23-234 - File #40855

Tax Parcel No. _____

MEMORANDUM OF AMENDED AND RESTATED LEASE

SOUTHAVEN, MISSISSIPPI
65 GOODMAN RD
L/C: 23-234 - File #40855

Prepared By: Martin W. Chmura, Esq.
After recording, return to: Catherine A. Jama
McDONALD'S CORPORATION
One McDonald's Plaza
Oak Brook, Illinois 60523

MEMORANDUM OF AMENDED AND RESTATED LEASE

THIS MEMORANDUM OF AMENDED AND RESTATED LEASE is dated as of June 14, 2004 between **SYSTEM CAPITAL REAL PROPERTY CORPORATION, a Delaware corporation** ("Landlord"), whose address is 3250 Lacey Road, Suite 160, Downers Grove, Illinois 60515 and **McDONALD'S CORPORATION, a Delaware corporation** ("Tenant"), whose principal place of business is located at One McDonald's Plaza, Oak Brook, Illinois 60523.

Landlord leases to Tenant that certain land ("Site") in the City of SOUTHAVEN, County of DESOTO, State of MISSISSIPPI, evidenced by that certain Memorandum of Lease recorded August 1, 2000 as Book 86, Page 185 in the office of the Chancery Clerk of the County of DESOTO, State of MISSISSIPPI (the "MOL") and as such Site is further described on Exhibit A attached hereto and made a part of this Memorandum of Amended and Restated Lease, together with the rights, easements, privileges and appurtenances belonging or appertaining to the ownership of the land comprising the Site. The MOL is hereby amended and restated by this Memorandum of Amended and Restated Lease.

1. **INITIAL TERM AND OPTIONS TO EXTEND:** TO HAVE AND TO HOLD for an initial term commencing on June 29, 2004 and ending on May 31, 2029. Additionally, Landlord grants to Tenant the option to extend the term of the lease at the expiration of the original term for 4 successive periods of 5 years each, aggregating a total of 20 years.
2. **OPTION TO PURCHASE:** Landlord grants to Tenant an option to purchase the Site.
3. **RIGHT OF FIRST OFFER:** Landlord grants to Tenant the Right of First Offer to Purchase the Site.
4. **MEMORANDUM:** The rentals to be paid by Tenant and all of the obligations and rights of Landlord and Tenant are set forth in the Amended and Restated Master Lease dated June 1, 2004 executed by the parties. This instrument is merely a Memorandum of Amended and Restated Lease and is subject to all of its terms, conditions and provisions. In the event of any inconsistency between the terms of the Lease and this instrument, the terms of the Lease shall prevail as between the parties. This Memorandum of Amended and Restated Lease is binding upon and shall inure to the benefit of the heirs, successors, assigns, executors and administrators of the parties.

[END OF TEXT.]
[SIGNATURES ON FOLLOWING PAGE.]

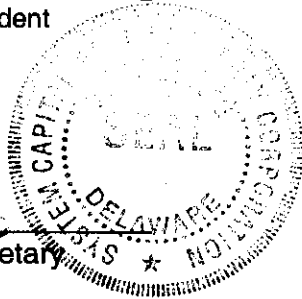
To indicate their agreement to the above, the parties or their authorized representatives or officers have signed this document.

LANDLORD:
SYSTEM CAPITAL REAL PROPERTY
CORPORATION, a Delaware corporation

By: [Signature]
Its: Y. S. Kong, Vice President

ATTEST:

By: [Signature]
Its: Nancy Warmoth, Secretary



WITNESS

Marglyn G. Rodgers
Renee S. [Signature]

To indicate their agreement to the above, the parties or their authorized representatives or officers have signed this document.

LANDLORD:
SYSTEM CAPITAL REAL PROPERTY CORPORATION, a Delaware corporation

By: _____
Its: Nancy Warmoth, Treasurer

ATTEST:

By: _____
Its: Lois Lane Kornbrot, Assistant Secretary

WITNESS

TENANT:
McDONALD'S CORPORATION, a Delaware corporation

By: _____
Its: Catherine A. Griffin, Vice President

ATTEST:

By: _____
Its: Martin W. Chmura, Managing Counsel

WITNESS

[NOTARY PAGE TO FOLLOW]

MC DONALD'S ACKNOWLEDGMENT

STATE OF ILLINOIS

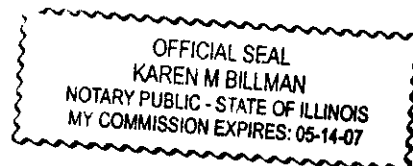
COUNTY OF DUPAGE

Personally appeared before me, the undersigned authority in and for the said county and state on this the 28th day of May, 2004, within my jurisdiction, the within named Catherine A. Griffin and Martin W. Chmura, duly identified before me, who acknowledged that they are Vice President and Assistant Secretary, respectively, of McDonald's Corporation, a Delaware corporation, and that for and on behalf of said corporation, and as its act and deed, they executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Given under my hand and official seal, this the 28th of May, 2004.


Karen M. Billman, Notary Public

My Commission Expires:



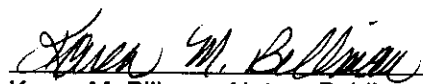
SYSTEM CAPITAL REAL PROPERTY ACKNOWLEDGMENT

STATE OF ILLINOIS

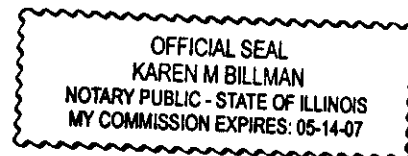
COUNTY OF DUPAGE

Personally appeared before me, the undersigned authority in and for the said county and state on this the 28th day of May, 2004, within my jurisdiction, the within named Y. S. Kong and Nancy Warmoth, duly identified before me, who acknowledged that they are Vice President and Secretary, respectively, of System Capital Real Property Corporation, a Delaware corporation, and that for and on behalf of said corporation, and as its act and deed, they executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Given under my hand and official seal, this the 28th of May, 2004.


Karen M. Billman, Notary Public

My Commission Expires:



PREPARED BY: MARTIN W. CHMURA, ESQ.
AFTER RECORDING RETURN TO:
CATHERINE A. JAMA
McDONALD'S CORPORATION
ONE McDONALD'S PLAZA
OAK BROOK, IL 60523

LANDLORD:
System Capital Real Property Corporation
One McDonald's Drive – US Legal #091
Oak Brook, Illinois 60523
Telephone: (630) 623-3000

TENANT:
McDonald's Corporation
One McDonald's Drive – US Legal #091
Oak Brook, Illinois 60523
Telephone: (630) 623-3000

Exhibit "A"

Lot No. 7 of the South Lake Commercial Subdivision, Second Addition, in Section 36, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi, according to the plat of said subdivision on file in Plat Book 61, Page 19, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

Being more particularly described as follows: Commencing at the accepted Northeast corner of Section 36, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi, being the intersection of the centerline of Goodman Road (Mississippi No. 302) with the centerline of Airways Boulevard; thence run West for a distance of 341.69 feet; thence run south for a distance of 69.54 feet to an iron pin and the POINT OF BEGINNING; thence run South 00°39'47" East for a distance of 201.43 feet to an iron pin; thence continue South 00°39'47" East for a distance of 20.08 feet to an iron pin; thence run South 81°38'16" West for a distance of 192.22 feet to an iron pin; thence run North 00°08'18" West for a distance of 251.5 feet to an iron pin on the South right of way line of Goodman Road (Mississippi No. 302); thence run along said South right of way line as follows: South 88°25'04" East for a distance of 108.38 feet to an iron pin; North 89°19'03" East for a distance of 79.89 feet to the Point of Beginning.

All lying and being in the Northeast Quarter of Section 36, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi.

Together with all easements, rights, appurtenances, all buildings and improvements now located on the property and all of Seller's rights, title and interest in all public ways adjoining the property.